

P01000029221

March 8, 2001.

Secretary of State  
Division of Corporations  
P.O. Box 6327  
409 E Gaines Street,  
Tallahassee, FL 32314.

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-03/19/01--01137--019  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

**RE: Island Vibes Restaurant & Lounge, Inc.**

Dear Sirs:

Enclosed is an original and one copy of Articles of Incorporation and Certification of Designation Registered Agent / Registered Office for Island Vibes Restaurant & Lounge, Inc.

Also enclosed is a check in the amount of \$122.50 which represents cost to incorporate. Please process documents accordingly.

Sincerely,

D. Cole

MA Aitcheson & Assoc.

FILED  
2001 MAR 19 PM 3:25  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

3/21/01

**FILED**

2001 MAR 19 PM 3: 25

**ARTICLES OF INCORPORATION**

**for**

**Island Vibes Restaurant & Lounge, Inc.**

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

I, the undersigned, being of legal age and a natural person, do hereby subscribe to, acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this corporation shall be, Island Vibes Restaurant & Lounge, Inc. initial address shall be 4340 N. State Road 7, Lauderdale Lakes, Florida 33309.

**ARTICLE II**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory, or nation.

**ARTICLE III**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

Number of Shares Authorized	Per Value Per Share Stock	Class of Stock
100	\$1	Common

Initially there will only be two shareholders.

Fabian Grinion 3950 NW 34th Way Lauderdale Lakes, FL 33309.	50%
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Albert Simpson 1700 NW 58th Terrace, Suite 2 M Sunrise, FL 33313.	50%
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The consideration for all of the said stock shall be payable in cash, property, real or personal, labor or services in lieu of cash, at a just valuation to be fixed by the Board of Directors of the corporation.

#### **ARTICLE IV**

This corporation shall commence its existence immediately upon the filing of these Articles of Incorporation and shall exist perpetually thereafter unless sooner dissolved according to law.

#### **ARTICLE V**

The initial registered office of this corporation shall be 4340 N.State Road 7, Lauderdale Lakes, FL 33309.  
privilege of having its offices and branch offices at other places within or without the State of Florida . The initial registered agent at that address shall be Fabian Grinion.

#### **ARTICLE VI**

This corporation shall have (2) director(s) initially. The name and street address of initial officers who hold office for the first year of the corporation, or until their successors are elected or appointed are as shown above.

Fabian Grinion (President)  
3950 NW 34th Way  
Lauderdale Lakes, FL 33309.

Albert Simpson (V. President )  
1700 NW 58th Terrace,  
Sunrise, FL 33313

#### **ARTICLE VII**

The corporation shall have 2 officer(s) initially. The name and street address of the initial officers who shall hold office for the first year of the corporation, or until their successors are elected or appointed are as shown above.

#### **ARTICLE VIII**

The name and address of the incorporator is, Fabian Grinion  
3950 NW 34th Way, Lauderdale Lakes FL 33309.

#### **ARTICLE IX**

No contract or other transaction between this corporation and any other corporation, and no act of this corporation, shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniary or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may peculiarly or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or an officer of such other corporation, or who is so interested, may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction, with like force and effect as if he were not such a director or officer of such other corporation, or not so interested.

#### **ARTICLE X**

The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

#### **ARTICLE XI**

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.


**IN WITNESS WHEREOF, I**, the undersigned, being the Incorporator herein before named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true and correct.

A handwritten signature in black ink, appearing to be "John G. [unclear]", written over a horizontal line.

STATE OF FLORIDA     )  
                                  ) SS:  
                                  )  
COUNTY OF BROWARD    )

BEFORE ME, the undersigned authority, personally appeared Fabian Grinion to me known to the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath , acknowledge before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the state and county aforesaid this 15 day of MARCH, 2001

  
\_\_\_\_\_  
Notary Public,  
State of Florida at Large

My commission expires:



Michael A. Aitcheson  
Commission # OG 853792  
Expires July 12, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT**

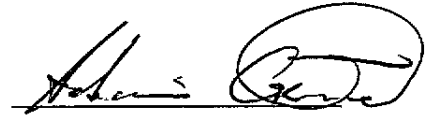
**CERTIFICATE OF REGISTERED AGENT  
Island Vibes Restaurant & Lounge, Inc.**

Pursuant to Florida Statutes Sections 48.091 and 607.501, the following is submitted:  
The above corporation, desiring to organize under the laws of the State of Florida with  
registered office as 4340 N.St Rd 7, Lauderdale Lakes FL 33309 indicated in the  
articles

Fabian Grinion registered agent to accept service of process within this state.

**ACKNOWLEDGEMENT**

Having been named as Registered Agent to accept service of process for the above  
stated corporation at the place designated in this certificate, and being familiar with the  
obligations of that position, I hereby accept to act in this capacity, and agree to comply  
with the provisions of Florida Law in keeping open said office.

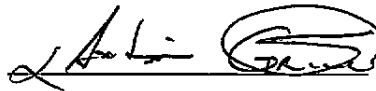
A handwritten signature in black ink, appearing to read 'Fabian Grinion', is written over a horizontal line.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.**

In compliance with the laws of Florida, the following is submitted:

First, that Island Vibes Restaurant & Lounge, Inc desiring to organize under the law of the state of Florida, has named Fabian Grinion its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at the place designated in this certificate, I hereby accept the same and agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open, and I accept the obligations of Section 607.325 F.S.



Registered Agent

DATED: This 15 day of MARCH 2001.

The foregoing instrument was acknowledged before me this 15 day of MARCH, 2001 by FABIAN GRINION who is personally known to me or who has produced FL ID as identification and who did/did not take an oath.

  
NOTARY PUBLIC

My commission expires:



Michael A. Aitcheson  
Commission # GC 853792  
Expires July 12, 2003  
Bonded Thru  
Atlantic Bonding Co., Inc.

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